APAC RESOURCES INC.

200 – 551 HOWE STREET
VANCOUVER, BC
V6C 2C2

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

TAKE NOTICE that the Annual General and Special Meeting of the Shareholders of **APAC Resources Inc.** (hereinafter called the "Company") will be held at Suite 1750, 1185 West Georgia Street, Vancouver, British Columbia, on:

WEDNESDAY, AUGUST 9, 2017

at the hour of 10:30 o'clock in the forenoon (Vancouver time) for the following purposes:

1. to receive the Report of the Directors;

2. to receive the financial statements of the Company for its fiscal years ended February 29, 2016 and February 28, 2017 and the reports of the Auditors thereon;

3. to determine the number of directors and to elect directors;

4. to appoint Auditors for the ensuing year and to authorize the directors to fix their remuneration;

5. to consider and, if thought fit, to approve the Company's stock option plan, which makes a total of 10% of the issued and outstanding shares of the Company available for issuance thereunder, as described in the accompanying Information Circular;

6. to consider, and if thought fit, approve by ordinary resolution, with or without amendment, an amendment to the Company's Articles to consolidate all of the issued and outstanding common shares on the proposed basis of one (1) post-consolidation share for every four (4) pre-consolidation shares, or such lesser number of pre-consolidation common shares as may be determined by the Board of Directors of the Company or accepted by the Canadian Securities Exchange, the full text of which is set forth in the attached Information Circular; and

7. to transact such other business as may properly come before the Meeting.

Accompanying this Notice are an Information Circular and Form of Proxy.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his stead. If you are unable to attend the Meeting, or any adjournment thereof in person, please read the Notes accompanying the Form of Proxy enclosed herewith and then complete and return the Proxy within the time set out in the Notes. The enclosed Form of Proxy is solicited by Management but, as set out in the Notes, you may amend it if you so desire by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

DATED at Vancouver, British Columbia, this 4th day of July, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

"Robert Coltura"
President and Chief Executive Officer